

N110000000872

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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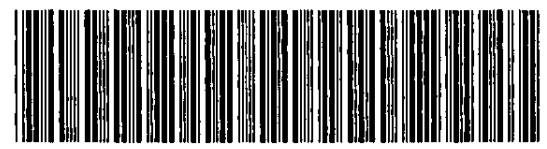
(Business Entity Name)

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Restated
Articles
@ 5/24/12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Brighter Days Foundation International Inc.

DOCUMENT NUMBER: N11000000872

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ericka Cardoso, President

(Name of Contact Person)

Brighter Days Foundation International Inc.

(Firm/ Company)

5414 NW 79th Ave.

(Address)

Doral, FL. 33166

(City/ State and Zip Code)

brighterdaysfound@yahoo.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ericka Cardoso

(Name of Contact Person)

at (305) 418-1900

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|---|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed). |
|---|--|---|---|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Restated Articles of Incorporation

In compliance with Chapter 617, F.S., (Not for Profit)

Brighter Days Foundation International Inc.

(approved 3/16/2012)

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a corporate entity adopts the following articles of incorporation.

ARTICLE I: NAME/REGISTERED OFFICE & PRINCIPAL ADDRESS

The name of this corporation shall be **Brighter Days Foundation International Inc.**, located at:

5414 NW 79 AVE, DORAL, FL. 33166

ARTICLE II: PURPOSE

This corporation is organized exclusively for charitable, and educational purposes more specifically to help families with children with autism and spectrum disorders overcome personal and developmental challenges using supportive and culturally sensitive strategies and programs.

To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III: EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by

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publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE IV: DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE V: MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is 3 to 5, their names and addresses being as follows:

President:

Ericka Cardoso
5414 NW 79 AVE, Doral, FL. 33166

Secretary:

Nora Sanz
5414 NW 79 Ave. Doral, FL. 33166

Director:

Martha Nunez
6276 NW 186TH ST. APT. 107, Miami, FL. 33101-5

Members of the first Board of Directors shall serve 2 year terms and their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VI: PERSONAL LIABILITY

No officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII: DISSOLUTION

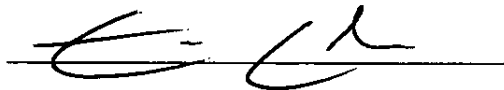
Upon the dissolution of the organization, assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE VIII: REGISTERED AGENT

The incorporator of this corporation is:

Ericka Cardoso, 5414 NW 79th Ave., Doral, FL 33166

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Required Signature of Registered Agent

05-01-2012

Date

ARTICLE VIII: INCORPORATOR

Ericka Cardoso, 5414 NW 79th Ave., Doral, FL 33166 *I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

The undersigned incorporator certifies that he executes these articles for the purposes herein stated.



Signature

05-01-2012

Date

Articles of Amendment
to
Articles of Incorporation
of

Brighter Days Foundation International Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N11000000872

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe

 X Remove V Mike Jones

 X Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
2) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
3) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
4) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
5) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
6) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

**Please refer to Attachment 1. Restated Articles of Incorporation approved by the
Board of Directors on 3/16/2012 and signed May 1st, 2012.**

The date of each amendment(s) adoption: 03/16/2012

Effective date if applicable: 05/01/2012

(no more than 90 days after amendment file date)

Adoption of Amendment(s)

(CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 05/20/2012

Signature 

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Ericka Cardoso

(Typed or printed name of person signing)

President and Board Chair

(Title of person signing)